

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. 18

**NOTICE OF FILING OF REVISED EXHIBITS TO MOTION OF DEBTORS FOR
ENTRY OF ORDERS(I) (A) APPROVING BIDDING PROCEDURES FOR SALE OF
DEBTORS' ASSETS, (B) APPROVING THE STALKING HORSE BID PROTECTIONS,
(C) SCHEDULING AUCTION FOR, AND HEARING TO APPROVE, SALE OF
DEBTORS' ASSETS, (D) APPROVING FORM AND MANNER OF NOTICES OF SALE,
AUCTION, AND SALE HEARING, AND (E) APPROVING ASSUMPTION AND
ASSIGNMENT PROCEDURES, (II) (A) APPROVING SALE OF DEBTORS' ASSETS
FREE AND CLEAR OF LIENS, CLAIMS, INTERESTS, AND ENCUMBRANCES AND
(B) AUTHORIZING ASSUMPTION AND ASSIGNMENT OF EXECUTORY
CONTRACTS AND UNEXPIRED LEASES, AND (III) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE that, on September 9, 2024, the Debtors filed the *Motion of Debtors for Entry of Orders (I) (A) Approving Bidding Procedures for Sale of Debtors' Assets, (B) Approving the Stalking Horse Bid Protections, (C) Scheduling Auction for, and Hearing To Approve, Sale of Debtors' Assets, (D) Approving Form and Manner of Notices of Sale, Auction, and Sale Hearing, and (E) Approving Assumption and Assignment Procedures, (II) (A) Approving Sale of Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances and (B) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (III) Granting Related Relief* (the "**Bidding Procedures Motion**").² Attached to the Bidding Procedures Motion as Exhibit B is a proposed order granting the relief requested therein (the "**Proposed Bidding Procedures Order**").

PLEASE TAKE FURTHER NOTICE that, attached as Exhibit C to the Bidding Procedures Motion is that certain asset purchase agreement, dated September 8, 2024, by and

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors' corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms not defined herein have the meanings ascribed to them in the Bidding Procedures Motion.

among Big Lots, Inc. and each of its subsidiaries, and the Stalking Horse Bidder (the “**Proposed Stalking Horse APA**”).

PLEASE TAKE FURTHER NOTICE that attached hereto as **Exhibit A** is a revised Proposed Bidding Procedures Order (“**Revised Proposed Bidding Procedures Order**”). For the convenience of the Court and all parties in interest, attached hereto as **Exhibit B** is a redline marking the Revised Proposed Bidding Procedures Order against the Proposed Bidding Procedures Order.

PLEASE TAKE FURTHER NOTICE that attached hereto as **Exhibit C** is an amendment to the Proposed Stalking Horse APA (the “**Proposed Stalking Horse APA Amendment**”)

[Signature page follows]

Dated: October 15, 2024
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Casey B. Sawyer

Robert J. Dehney, Sr. (No. 3578)

Andrew R. Remming (No. 5120)

Daniel B. Butz (No. 4227)

Tamara K. Mann (No. 5643)

Casey B. Sawyer (No. 7260)

1201 N. Market Street, 16th Floor

Wilmington, DE 19801

Tel: (302) 658-9200

rdehney@morrisnichols.com

aremming@morrisnichols.com

dbutz@morrisnichols.com

tmann@morrisnichols.com

csawyer@morrisnichols.com

-and-

DAVIS POLK & WARDWELL LLP

Brian M. Resnick (admitted *pro hac vice*)

Adam L. Shpeen (admitted *pro hac vice*)

Stephen D. Piraino (admitted *pro hac vice*)

Jonah A. Peppiatt (admitted *pro hac vice*)

Ethan Stern (admitted *pro hac vice*)

450 Lexington Avenue

New York, NY 10017

Tel.: (212) 450-4000

brian.resnick@davispolk.com

adam.shpeen@davispolk.com

stephen.piraino@davispolk.com

jonah.peppiatt@davispolk.com

ethan.stern@davispolk.com

*Proposed Counsel to the Debtors and
Debtors in Possession*